

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re:	:	Chapter 11
	:	
AURORA COMMERCIAL CORP., <i>et al.</i> ,	:	Case No. (19-10843) (SCC)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	
-----	x	

SCHEDULE OF ASSETS AND LIABILITIES FOR
AURORA COMMERCIAL CORP.
CASE NO. 19-10843 (SCC)

¹The Debtors in these chapter 11 cases and the last four digits of each Debtor's federal tax identification number are as follows: Aurora Commercial Corp. (3416) and Aurora Loan Services LLC (7742). The Debtors' corporate headquarters is located at 277 Park Avenue, 46th Floor, New York, New York 10172.

Fill in this information to identify the case:Debtor name **Aurora Commercial Corp.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**Case number (if known) **19-10843**☐ Check if this is an amended filing**Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals****12/15****Part 1: Summary of Assets****1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from *Schedule A/B*..... \$ **0.00****1b. Total personal property:**Copy line 91A from *Schedule A/B*..... \$ **73,551,024.59****1c. Total of all property:**Copy line 92 from *Schedule A/B*..... \$ **73,551,024.59****Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ **0.00****3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ **0.00****3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ **0.00****4. Total liabilities**
Lines 2 + 3a + 3b\$ **0.00**

Fill in this information to identify the case:Debtor name **Aurora Commercial Corp.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**Case number (if known) **19-10843**☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor**Current value of debtor's interest****2. Cash on hand****\$0.00****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. **Citibank NA****Checking****2669****\$4,183,378.30**3.2. **US Bank NA****Checking****3727****\$41,710.27**3.3. **US Bank NA****Checking****3812****\$119,725.60****4. Other cash equivalents (Identify all)**4.1. **N/A****\$0.00****5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$4,344,814.17**Part 2: Deposits and Prepayments****6. Does the debtor have any deposits or prepayments?**

Debtor **Aurora Commercial Corp.**
Name

Case number (if known) **19-10843**

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. **Deposits, including security deposits and utility deposits**
Description, including name of holder of deposit

7.1. **N/A** **\$0.00**

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

Lehman Brothers Holding Inc Intercompany Services Agreement pro rata remaining Q1
8.1. **and Q2 2019** **\$206,210.42**

9. **Total of Part 2.**
Add lines 7 through 8. Copy the total to line 81.

\$206,210.42

Part 3: Accounts receivable

10. **Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. **Accounts receivable**

11b. Over 90 days old: **23,120,971.12** - **23,120,971.12** = **\$0.00**
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**
Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00

Part 4: Investments

13. **Does the debtor own any investments?**

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
☐ Yes Fill in the information below.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☒ No. Go to Part 8.

Debtor **Aurora Commercial Corp.**
Name

Case number (if known) **19-10843**

☐ Yes Fill in the information below.

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☒ No. Go to Part 9.
☐ Yes Fill in the information below.

Part 9: Real property

54. Does the debtor own or lease any real property?

- ☒ No. Go to Part 10.
☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☒ No. Go to Part 11.
☐ Yes Fill in the information below.

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes Fill in the information below.

Current value of
debtor's interest

71.	Notes receivable				
	Description (include name of obligor)	(Principal Amount)			
	<u>Lehman Brothers Holdings Inc</u>	<u>\$69,000,000.00</u>	-	<u>0.00</u>	=
		Total face amount	doubtful or uncollectible amount		<u>\$69,000,000.00</u>
					(Principal Amount)

72.	Tax refunds and unused net operating losses (NOLs)			
	Description (for example, federal, state, local)			
	<u>N/A</u>	Tax year	<u> </u>	<u>\$0.00</u>

73.	Interests in insurance policies or annuities		
	<u>N/A</u>		<u>\$0.00</u>

74.	Causes of action against third parties (whether or not a lawsuit has been filed)		
	<u>N/A</u>		<u>\$0.00</u>
	Nature of claim		
	Amount requested	<u>\$0.00</u>	

75. **Other contingent and unliquidated claims or causes of action of**

Debtor Aurora Commercial Corp.
Name

Case number (if known) 19-10843

every nature, including counterclaims of the debtor and rights to
set off claims

N/A		\$0.00
Nature of claim		
Amount requested	\$0.00	

76.	Trusts, equitable or future interests in property	
	N/A	\$0.00

77.	Other property of any kind not already listed <i>Examples: Season tickets, country club membership</i>	
	N/A	\$0.00

78.	Total of Part 11.	<div>\$69,000,000.00</div>
	Add lines 71 through 77. Copy the total to line 90.	

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No

☐ Yes

Debtor **Aurora Commercial Corp.**
Name

Case number (If known) **19-10843**

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$4,344,814.17</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$206,210.42</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<div><u>\$0.00</u></div>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$69,000,000.00</u>	
91. Total. Add lines 80 through 90 for each column	<div><u>\$73,551,024.59</u></div>	+ 91b. <div><u>\$0.00</u></div>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<div><u>\$73,551,024.59</u></div>

Fill in this information to identify the case:

Debtor name **Aurora Commercial Corp.**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) **19-10843**

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

☒ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

☐ Yes. Fill in all of the information below.

Fill in this information to identify the case:Debtor name **Aurora Commercial Corp.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**Case number (if known) **19-10843**☐ Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims****12/15**

Be as complete and accurate as possible. Use Part 1 for creditors with **PRIORITY** unsecured claims and Part 2 for creditors with **NONPRIORITY** unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims**1. Do any creditors have priority unsecured claims?** (See 11 U.S.C. § 507).☒ No. Go to Part 2.☐ Yes. Go to line 2.**Part 2: List All Creditors with NONPRIORITY Unsecured Claims****3. List in alphabetical order all of the creditors with nonpriority unsecured claims.** If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
3.1	Nonpriority creditor's name and mailing address Brown, Larry c/o Brian J Jacobs 6464 Woodman Avenue, Suite 103 Van Nuys, CA 91401 Date(s) debt was incurred ____ Last 4 digits of account number ____	<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: Litigation Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	Undetermined
3.2	Nonpriority creditor's name and mailing address Heron, James c/o Talcott Franklin, P.C. Attn: Shannon Conway 1920 McKinley Ave, 7th Floor Dallas, TX 75201 Date(s) debt was incurred ____ Last 4 digits of account number ____	<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: Litigation Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	Undetermined
3.3	Nonpriority creditor's name and mailing address Lehman Brothers Holdings Inc 277 Park Ave, 46th Floor New York, NY 10172 Date(s) debt was incurred ____ Last 4 digits of account number ____	<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Intercompany Services Agreement Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	Undetermined
3.4	Nonpriority creditor's name and mailing address Lehman Brothers Holdings Inc. 277 Park Avenue, 46th Floor New York, NY 10172 Date(s) debt was incurred ____ Last 4 digits of account number ____	<input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: Indemnification Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	Undetermined

Debtor **Aurora Commercial Corp.**
Name

Case number (if known) **19-10843**

3.5 Nonpriority creditor's name and mailing address

McNichol, Duane E.
c/o Sulaiman Law Group Ltd.
Attn: Alexander Taylor
2500 S. Highland Ave, Ste 200
Lombard, IL 60148

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: Litigation

Is the claim subject to offset? ☐ No ☐ Yes

Undetermined

3.6 Nonpriority creditor's name and mailing address

Nationstar Mortgage LLC
Attn: Tony Villani, GC
8950 Cypress Waters Blvd
Coppell, TX 75019

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: Indemnification

Is the claim subject to offset? ☐ No ☐ Yes

Undetermined

3.7 Nonpriority creditor's name and mailing address

Redmond, James
c/o Justin M. Block, Esq
One Suffolk Square, Suite 500
1601 Veterans Memorial Highway
Islandia, NY 11749

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: Litigation

Is the claim subject to offset? ☐ No ☐ Yes

Undetermined

3.8 Nonpriority creditor's name and mailing address

U.S. Bank, N.A.
c/o Fein, Such & Crane, LLP
1400 Old Country Road, Suite C
Westbury, NY 11590

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: Litigation

Is the claim subject to offset? ☐ No ☐ Yes

Undetermined

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the
related creditor (if any) listed?

Last 4 digits of
account number, if
any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

Total of claim amounts		
5a.	\$	0.00
5b.	+	\$ 0.00
5c.	\$	0.00

Fill in this information to identify the case:Debtor name **Aurora Commercial Corp.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**Case number (if known) **19-10843**☐ Check if this is an amended filing**Official Form 206G****Schedule G: Executory Contracts and Unexpired Leases****12/15****Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.****1. Does the debtor have any executory contracts or unexpired leases?**☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B).*Property***2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1. State what the contract or lease is for and the nature of the debtor's interest **Indemnification Agreement for Independent Director**

State the term remaining

6 years after services end and litigation is resolved

List the contract number of any government contract

**Baker, D.J. (Jan)
PO Box 609
Garrison, NY 10524**

2.2. State what the contract or lease is for and the nature of the debtor's interest **Board Services Agreement**

State the term remaining

Until terminated with 30 days notice

List the contract number of any government contract

**Baker, D.J. (Jan)
PO Box 609
Garrison, NY 10524**

2.3. State what the contract or lease is for and the nature of the debtor's interest **Archive tape and record storage agreement**

State the term remaining

Expires 5/13/19; auto annual renewal

List the contract number of any government contract

**Iron Mountain Information Management, Inc.
Attn General Counsel
745 Atlantic Ave
Boston, MA 02111**

2.4. State what the contract or lease is for and the nature of the debtor's interest **Amended and Restated Intercompany Services Agreement**

State the term remaining

Expires 11/11/19; auto annual renewal

List the contract number of any government contract

**Lehman Brothers Holdings Inc
277 Park Avenue, 46th Floor
New York, NY 10172**

Fill in this information to identify the case:Debtor name **Aurora Commercial Corp.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**Case number (if known) **19-10843**☐ Check if this is an amended filing**Official Form 206H
Schedule H: Your Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☐ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

*Column 1: Codebtor**Column 2: Creditor***Name****Mailing Address****Name***Check all schedules that apply:*

2.1

Street

City

State

Zip Code

☐ D☐ E/F☐ G

2.2

Street

City

State

Zip Code

☐ D☐ E/F☐ G

2.3

Street

City

State

Zip Code

☐ D☐ E/F☐ G

2.4

Street

City

State

Zip Code

☐ D☐ E/F☐ G

Fill in this information to identify the case:

Debtor name Aurora Commercial Corp.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) 19-10843

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 2, 2019

X /s/ Brenda Darnell

Signature of individual signing on behalf of debtor

Brenda Darnell

Printed name

Senior Vice President

Position or relationship to debtor